



**RESOLUTION OF THE BOARD OF DIRECTORS OF  
VINCOM RETAIL JOINT STOCK COMPANY**

*(Re: Approval to commence the collection of shareholders' written opinions and approval of the Proposal of the BOD)*

**THE BOARD OF DIRECTORS**

- Pursuant to the Law on Enterprises and its guiding documents;
- Pursuant to the Charter of Vincom Retail Joint Stock Company (the “**Company**”);
- Based on the Minutes of vote counting of members of the Board of Directors (the “**BOD**”) dated 16 August 2021.

**RESOLVES TO:**

**Article 1:** Approve the closing of the shareholders register book to exercise the right to collect shareholders' written opinions with the following information:

- The last registration date (record date) to exercise the shareholders' right to provide written opinions is **06 September 2021**
- Shareholders recorded in the shareholder register book provided by Vietnam Securities Depository (VSD) at the record date will have the right to provide written opinions.
- Timing of collecting shareholders' written opinion: tentatively from 08 September 2021 to 30 September 2021.
- Matters to obtain shareholders' written opinions:
  - (i) Approving the step down and election of member of the Supervisory Board;
  - (ii) Approving the change of business lines and amendment of the Company's Charter;
- Location of implementation: Company's head office.

**Article 2:** Approve the Proposal of the BOD on (i) the step down and election of member of the Supervisory Board and (ii) the change of business lines and amendment of the Company's Charter as attached to this Resolution.

**Article 3: Effectiveness**

This Resolution takes effect from the date of signing.

BOD members, Management and the relevant Departments of the Company shall be responsible for the implementation of this Resolution.

**Recipients:**

- *As per Article 3;*
- *Company's Archives.*

**ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRPERSON**

*(signed)*

**THAI THI THANH HAI**



**PROPOSAL OF THE BOARD OF DIRECTORS**

**Re: Approving the step down of a member, election of a new member of the Supervisory Board, the change of business lines and amendment of the Company’s Charter**

**Respectfully to: THE GENERAL MEETING OF SHAREHOLDERS**

The Board of Directors (the “**BOD**”) of Vincom Retail Joint Stock Company (“**Vincom Retail**” or the “**Company**”) is hereby submitting to the General Meeting of Shareholders (the “**GMS**”) to approve the step down of a member and election of a new member of the Supervisory Board, the change of business lines and amendment of the Company’s Charter with the following main information:

**1. Approving the step down of a member and election of a new member of the Supervisory Board as follows:**

- (i) To approve the step down of Ms. Do Thi Quynh Trang as Head of the Supervisory Board according to her resignation letter sent to the Company.
- (ii) In order to meet the total number of members of the Supervisory Board as prescribed by law, the BOD respectfully submit to the GMS to consider and conduct the election of a additional member to the Supervisory Board of the Company.
  - Number of additional member of the Supervisory Board to be elected: one member.
  - Requirements on criteria and conditions for the candidate to be elected to the Supervisory Board: candidates to be elected to be a member of the Supervisory Board must meet the standards and conditions specified in Article 169 of the Law on Enterprises and the Charter of the Company.
  - The term of the additionally elected member of the Supervisory Board will be in accordance with the remaining term of the Supervisory Board (2017 – 2022).
  - Candidate for the position of member of the Supervisory Board: Mr. Chu Anh Dung.

Information of the candidate for the position of member of the Supervisory Board, the Draft of the Election Regulations are posted on the Company's website at the link: <http://ir.vincom.com.vn/en>, under Information Disclosure/Annual General Meeting of Shareholders section.

**2. Approving the changes of business lines and amendment of the Company’s Charter as follows:**

**(i) Approving the changes of business lines:**

- Approving the change of some registered business lines of the Company to ensure compliance with the regulations on foreign ownership limit for foreign-invested enterprises. Details of adjustment of the business lines are provided in Appendix 1 attached to this Proposal.

- Assigning the Chairperson of the BOD and the Chief Executive Officer - the Legal representative of the Company to carry out necessary procedures at the competent State authorities to adjust the business lines of the Company in accordance with the law and consistent with the content approved by the GMS.

**(ii) Approving the amendment of the Company's Charter:**

- Approving the amendment of Article 4.1 of the Company's current Charter on business lines to consistent with the change of business lines mentioned in Section 2.(i) above.
- Assigning the Chief Executive Officer – the Legal representative of the Company to review, sign and issue the Amendment to the Charter to record the change of business lines of the Company.

Respectfully submit to the GMS for consideration and approval of the the step down of a member and election of a new member of the Supervisory Board, the change of business lines and amendment of the Company's Charter in accordance with regulations.

Thank you./.

**Recipients:**

- As above;
- Company's archives

**ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRPERSON**

**(signed)**

**THAI THI THANH HAI**

**ANNEX 1**

**LIST OF BUSINESS LINES TO BE ADJUSTED**

*(Attached to the Proposal of the BOD No.08/2021/TTr-HDQT-VCR date 16 August 2021)*

No.	Sector Code	Name of the registered business line	Name of business line after adjustment	Reason for adjustment
1.	4610	<p><b>Commission agents, brokers and auction agents</b></p> <p>Details: Commission agents' services</p>	<p><b>Commission agents, brokers and auction agents</b></p> <p>Details: Commission agents' services (excluding agency, brokerage and auction activities for goods that foreign-invested business entities are not allowed to distribute, import and export according to the provisions of the WTO Commitment, Decree No. 09/2018/ND-CP dated 15 January 2018 providing guidelines for the Law on Commerce and the Law on Foreign Trade Management regarding sale of goods and other activities directly related to sale of goods by foreign investors and foreign-invested business entities in Vietnam and Circular No. 34/2013/TT-BCT dated 24 December 2013 publicizing roadmaps for goods trading and directly related activities of foreign-invested enterprises in Vietnam).</p>	<p>To exclude business activities that foreign-invested business entities are not allowed to carry out in accordance with the provisions of the WTO Commitments and Vietnamese laws.</p>
2.	4690	<p><b>Non-specialized wholesale trade</b></p> <p>Details: Exercising wholesale right of goods in accordance with the law (excluding goods which are not committed under the WTO Commitments). (Foreign-invested economic organizations carrying out goods sale and purchase and activities directly related to the sale and purchase of goods in accordance with the Decree No. 09/2018/ND-CP dated 15 January 2018).</p>	<p><b>Non-specialized wholesale trade</b></p> <p>Details: Exercising wholesale right of goods in accordance with the law (excluding goods that foreign-invested business entities are not allowed to distribute, import and export according to the provisions of the WTO Commitment, Decree No. 09/2018/ND-CP dated 15 January 2018 providing guidelines for the Law on Commerce and the Law on Foreign Trade Management regarding sale of goods and other activities directly related to sale of goods by foreign investors and foreign-invested business entities in Vietnam and Circular No. 34/2013/TT-BCT dated 24 December 2013 publicizing roadmaps for goods trading and directly related activities of foreign-invested enterprises in Vietnam).</p>	<p>As above.</p>

No.	Sector Code	Name of the registered business line	Name of business line after adjustment	Reason for adjustment
3.	4773	<p><b>Other retail sale of new goods in specialized stores</b></p> <p>Details: Exercising retail rights (with establishment of retail outlets) of goods in accordance with the law (excluding goods which are not committed under the WTO Commitments). (Foreign-invested economic organizations carrying out goods sale and purchase and activities directly related to the sale and purchase of goods in accordance with the Decree No. 09/2018/ND-CP dated 15 January 2018).</p>	<p><b>Other retail sale of new goods in specialized stores</b></p> <p>Details: Exercising retail rights (establishment of retail outlets) of goods in accordance with the law (excluding goods that foreign-invested business entities are not allowed to distribute, import and export according to the provisions of the WTO Commitment, Decree No. 09/2018/ND-CP dated 15 January 2018 providing guidelines for the Law on Commerce and the Law on Foreign Trade Management regarding sale of goods and other activities directly related to sale of goods of foreign investors and foreign-invested business entities in Vietnam and Circular No. 34/2013/TT-BCT dated 24 December 2013 publicizing roadmaps for goods trading and directly related activities of foreign-invested enterprises in Vietnam).</p>	As above.
4.	6810	<p><b>Trading of own or rented property and land use rights</b></p> <p>Details: Trading of real estate</p>	<p><b>Trading of own or rented property and land use rights</b></p> <p>Details: Trading of real estate (excluding investment in construction of cemeteries for transfer of land use right and infrastructure thereon).</p>	As above.

**SOCIALIST REPUBLIC OF VIETNAM**

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**CURRICULUM VITAE**

- Full name: **CHU ANH DUNG**
- Gender: **Male**
- Date of birth: **19 December 1991**
- Place of birth: **Hanoi**
- Identification No.: **001091012474**
- Nationality: **Vietnam**
- Ethnicity: **Kinh**
- Permanent address: **No. 360 Giai Phong Street, Phuong Liet Ward,  
Thanh Xuan District, Hanoi**
- Education/Qualification: **The Degree of Bachelor of Finance and Banking  
– Foreign Trade University**

• Employment history:

**From – To**

**Title, Company**

- 2020 – current Deputy Head of Finance and Accounting – Finance Department – Vingroup Joint Stock Company
- 2017 – 2020 Audit Manager - Ernst & Young Vietnam Limited
- 2015 – 2017 Audit Senior – Ernst & Young Vietnam Limited
- 2013 – 2015 Audit Associate – Ernst & Young Vietnam Limited

Current position at Vincom Retail JSC: None

Number of shares owned:

+ On behalf of other institutions/

investors:

**0 shares, equivalent to 0% of charter capital**

+ Held for own account:

**0 shares, equivalent to 0% of charter capital**